

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	Case No. 18-23538 (RDD)
Debtors.	Jointly Administered
TRANSFORM HOLDCO LLC,	
Plaintiffs,	
-against-	Adv. Proc. No. 19-08262 (RDD)
SEARS HOLDING CORPORATION, <i>et al.</i> ,	
Defendants.	

STIPULATION OF DISMISSAL WITH PREJUDICE

Plaintiff Transform Holdco LLC (“Transform”) and Defendants Sears Holdings Corporation (“Sears Holdings”) and certain direct and indirect subsidiaries of Sears Holdings,¹ having resolved their dispute pursuant to that certain Settlement Agreement, dated as of January

¹ The Defendants in this Adversary Proceeding are the following Debtors in this Chapter 11 proceeding (stated along with the last four digits of each Debtor’s federal tax identification number): Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816).

10, 2020, by and among Transform, Sears Holdings and the other parties thereto, as approved by this Court pursuant to the *Order Approving the Settlement Agreement between the Debtors and Transform Holdco LLC* entered on January 28, 2020 [Docket No. 6413], hereby submit this joint stipulation of the parties to the above captioned adversary proceeding dismissing such proceeding with prejudice, with each party bearing their respective costs and attorneys' fees.

Dated: January 31, 2020

**CLEARY GOTTlieb STEEN &
HAMILTON LLP**

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